

EXHIBIT B

Office of the Secretary of State

I, WILLIAM T. QUILLIN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE CERTIFICATE OF INCORPORATION OF "OMNI-POINT DATA COMPANY, INC.", WAS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF JUNE, A.D. 1987, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OMNI-POINT DATA COMPANY, INC.", FILED A CERTIFICATE OF RENEWAL, ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 1989, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OMNI-POINT DATA COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "OMNIPONT DATA COMPANY, INC.", ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 1990, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OMNIPONT DATA COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, ON THE SECOND DAY OF AUGUST, A.D. 1991, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OMNIPONT DATA COMPANY, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "OMNIPONT CORPORATION", ON THE SIXTH DAY OF FEBRUARY, A.D. 1992, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID



William T. Quillen

William T. Quillen, Secretary of State
*3956756

AUTHENTICATION:

DATE: 07/29/1998

723210132

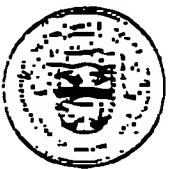
*State of Delaware**Office of the Secretary of State*

CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



William T. Quillen
William T. Quillen, Secretary of State
AUTHENTICATION: *3996756

723200:32

DATE: 07/29/1993